

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : **Chapter 11**
:
CUMULUS MEDIA INC., et al., : **Case No. 17-13381 (SCC)**
:
Debtors.¹ : **(Jointly Administered)**
:
-----X

**ORDER AUTHORIZING EMPLOYMENT OF PROFESSIONALS UTILIZED IN THE
ORDINARY COURSE OF BUSINESS PURSUANT TO SECTIONS 105, 327, 328, AND
330 OF THE BANKRUPTCY CODE AND BANKRUPTCY RULE 2014(A)**

Upon the Motion² of the above-captioned debtors and debtors in possession (each a “Debtor” and collectively, the “Debtors”), for entry of an order (this “Order”) pursuant to sections 105(a), 327, 328, and 330 of the Bankruptcy Code, and Bankruptcy Rule 2014(a), (i) authorizing procedures for the retention and compensation of certain professionals employed by the Debtors in the ordinary course of business (the “Ordinary Course Professionals”), effective as of the Petition Date, without the submission of separate retention applications or the entry of separate retention orders for each Ordinary Course Professional and (ii) authorizing the Debtors to compensate and reimburse such professionals without individual fee applications, all as described more fully in the Motion; and upon the First Day Declaration; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the Southern District of New York, dated January 31, 2012; and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and it appearing that

¹ The last four digits of Cumulus Media Inc.’s tax identification number are 9663. Because of the large number of Debtors in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <http://dm.epiq11.com/cumulus>. The location of the Debtors’ service address is: 3280 Peachtree Road, N.W., Suite 2200, Atlanta, Georgia 30305.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

venue of the Chapter 11 Cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and a hearing having been held to consider the relief requested in the Motion; and upon consideration of the First Day Declaration; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors, and all other parties in interest; and that the legal and factual bases set forth in the Motion having established just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Motion is hereby GRANTED to the extent provided herein.
2. The Debtors are authorized, but not directed, to retain, compensate, and reimburse Ordinary Course Professionals, including, without limitation, those professionals listed on the Ordinary Course Professionals List annexed hereto as Exhibit 1, effective as of the Petition Date or the Retention Date, as applicable, in accordance with the following approved procedures (the "Procedures"):
 - (i) Within 30 days of the later of the entry of the Proposed Order or the date on which the retained Ordinary Course Professional commences services for the Debtors, each Ordinary Course Professional shall provide the Debtors' attorneys with:
 - a. a declaration (the "Ordinary Course Professional Declaration"), substantially in the form attached hereto as Exhibit 2, certifying that the professional does not represent or hold any interest adverse to the Debtors or their estates with respect to the matter on which the professional is to be employed; and
 - b. a completed retention questionnaire (the "Retention Questionnaire"), substantially in the form attached to hereto as Exhibit 3, and shall periodically update such Ordinary Course Professional Declaration and/or Retention Questionnaire to the extent necessary to reflect new facts or circumstances relevant to their retention.

- (ii) Upon receipt of each Ordinary Course Professional Declaration and Retention Questionnaire, the Debtors' attorneys shall promptly file them with the Court and serve a copy upon: (a) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 10014 (Attn: Paul Schwartzberg and Greg Zipes), (b) counsel to the Ad Hoc Group of Term Loan Lenders, and (c) proposed counsel to the Official Committee of Unsecured Creditors (the "Committee"), Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York, 10036 (Attn: Michael S. Stamer, Abid Qureshi and Meredith A. Lahaie) (the "Reviewing Parties").
- (iii) The Reviewing Parties shall then have 7 days following service (the "Objection Deadline") to notify the Debtors, each other Reviewing Party, and the applicable Ordinary Course Professional, in writing of any objection to the retention stemming from the contents of the Ordinary Course Professional Declarations or Retention Questionnaires.
- (iv) If no objections are received by the Debtors by the Objection Deadline in accordance with paragraph (iii) above, retention of the Ordinary Course Professional shall be deemed approved and effective as of the later of the Petition Date or the date the Ordinary Course Professional commenced work (the "Retention Date").
- (v) If an objection is filed by a Reviewing Party in accordance with paragraph (iii) above and such objection is not resolved within 14 days of the Objection Deadline (the "Resolution Deadline"), the Debtors shall schedule the matter for a hearing before the Court to be held on the next regularly scheduled omnibus hearing date that is at least 14 days from the Resolution Deadline (unless otherwise agreed to by the Debtors and the objecting Reviewing Party).
- (vi) No Ordinary Course Professional shall be paid any amounts for invoiced fees or expense reimbursement until the Ordinary Course Professional Declaration and Retention Questionnaire have been filed with the Court and (a) the Objection Deadline has passed with no objection asserted in accordance with paragraph (iii) above or (b) if an objection is asserted in accordance with paragraph (iii) above, until such objection is resolved or upon order of the Court allowing the retention of such Ordinary Course Professional.
- (vii) Where retention of an Ordinary Course Professional has been approved in accordance with these Procedures, without a prior application to the Court and upon the submission to, and approval by, the Debtors of the appropriate invoices setting forth in reasonable detail the nature of the services rendered and disbursements incurred (the "Monthly Statement"), the Ordinary Course Professional shall receive 100% of the post-petition fees and disbursements incurred, up to \$100,000 per month on average over any three-month period on a rolling basis (the "Monthly Cap") per Ordinary Course Professional subject to the Case Cap (as defined below).

- (viii) In the event that an Ordinary Course Professional seeks more than the Monthly Cap, that professional will be required to file a fee application, to be heard on notice, for the full amount of its fees and expenses for any month such Ordinary Course Professional's fees and disbursements exceeded the Monthly Cap, in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any applicable orders of this Court; provided that the Debtors may make an interim payment to the Ordinary Course Professional prior to a hearing on the application of up to the amount of the Monthly Cap for such month, so long as the Ordinary Course Professional has been retained either automatically through expiration of the Objection Deadline, or by approval of the Court.
- (ix) Payment to any one Ordinary Course Professional shall not exceed \$1,000,000 in the aggregate for the entire period in which these Chapter 11 Cases are pending (as such amount may be increased pursuant to this Order or upon further order of the Court, the "Case Cap"). The Case Cap may be increased by agreement between the Debtors, the United States Trustee, the Ad Hoc Group of Term Lenders and the Committee; provided that the Debtors shall file a notice with the Court and submit notice to the Reviewing Parties of any such agreed increase.
- (x) In the event payment to any Ordinary Course Professional exceeds the Case Cap for the entire period in which these Chapter 11 Cases are pending, such Ordinary Course Professional shall be required to file a retention application with the Court to be retained as a professional pursuant to section 327 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any applicable orders of the Court, and such other procedures as may be fixed by order of this Court, as well as applications for payment of fees in accordance with section 330 of the Bankruptcy Code.
- (xi) The Debtors reserve the right to retain additional Ordinary Course Professionals from time to time during these Chapter 11 Cases; provided that such Ordinary Course Professionals comply with these procedures. If the Debtors seek to retain an Ordinary Course Professional not already listed on Exhibit 1 hereto during these Chapter 11 Cases, or if any Ordinary Course Professional is inadvertently excluded from such list, the Debtors will file with the Court and serve upon the Reviewing Parties a notice listing those Ordinary Course Professionals to be added to the list of Ordinary Course Professionals (the "Supplemental Notice of Ordinary Course Professionals"), along with the attendant Ordinary Course Professional Declarations and Retention Questionnaires.

3. All payment limitations set forth in the Procedures (including the Monthly Cap and Case Cap) are without prejudice to (i) the Debtors' right to request that the Court increase the terms of such payment limitations at a later time and (ii) the right of parties in interest to object to such request.

4. The Ordinary Course Professional Declaration, substantially in the form attached hereto as Exhibit 2 and the Retention Questionnaire, substantially in the form attached hereto as Exhibit 3, are both approved.

5. The entry of this Order and approval of the Procedures does not affect the Debtors' or any other party in interest's, including the Ad Hoc Group of Term Lenders and the Committee's, ability to (i) dispute any invoice submitted by an Ordinary Course Professional and (ii) retain additional Ordinary Course Professionals from time to time as the need arises, and the Debtors reserve all of their rights with respect thereto.

6. Notwithstanding anything to the contrary contained herein, any payment to be made, and any relief or authorization granted hereunder, shall not conflict with, and shall be subject to, the requirements imposed on the Debtors under the terms of any order authorizing the use of cash collateral (the "Cash Collateral Order") and the budget approved thereunder (the "Budget"), and nothing herein shall alter the rights of the secured parties under the Cash Collateral Order or the Budget, as applicable. To the extent that there may be any conflict between the terms of this Order, the terms of the Cash Collateral Order or the Budget, the terms of the Cash Collateral Order or the Budget, as applicable, shall govern.

7. The Debtors are authorized to take all steps necessary or appropriate to carry out this Order.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: December 21, 2017
New York, New York

/S/ Shelley C. Chapman
THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

List of Ordinary Course Professionals

Ordinary Course Professional	Services Performed by Professional	Address
Alston & Bird	Litigation Services	333 South Hope Street, Los Angeles, CA 90071
ANI International	General Legal Services	216 S. Jefferson Suite 203 Chicago IL 60661
Bond, Schoneck & King, PLC	Litigation Services	Avant Building - Suite 900, 200 Delaware Avenue, Buffalo, NY 14202-2107
Borowski & Traylor, P. A.	Litigation and General Legal Services	PO Box 12651, Pensacola, FL, 32591-2651
Briggs and Morgan	Litigation Services	2200 IDS Center, 80 South 8th Street, Minneapolis, MN 55402-2157
Butler Rubin	Labor Counsel	321 N Clark St, Ste 400, Chicago, IL, 60654
Choate Law Firm, PLLC	Litigation and Employment Legal Services	PO Box 206, Abilene, TX, 79604
Christensen & Jensen	Litigation and Employment Legal Services	257 East 200 South, Ste 1100, Salt Lake City, UT, 84111
Conklin Benham P.C.	Litigation Services	Bingham Center 30700 Telegraph Road, Suite 2580 Bingham Farms, MI 48025
Counsel On Call	Litigation Services	112 Westwoodplace, Ste 350, Brentwood, TN, 37027
Day Pitney	Litigation Services	242 Trumbull Street Hartford, CT 06103
Day Pitney	Litigation Services	One Canterbury Green 201 Broad Street Stamford, CT 06901
Day Pitney	Litigation Services	One Audubon Street New Haven, CT 06511
Day Pitney	Litigation Services	Blue Back Square 75 Isham Road, Suite 300 West Hartford, CT 06107
Debevoise & Plimpton	Litigation Services	919 Third Avenue, New York, NY 10022
Dentons	IP Legal Services	PO Box 116573, Atlanta, GA, 30368
Donohue Patrick & Scott	Litigation Services	450 Laurel Street, Suite 1600, Baton Rouge, LA 70801
DTI	Litigation Services	Two Ravinia Drive, Suite 850, Atlanta, GA, 30346

Ordinary Course Professional	Services Performed by Professional	Address
Dykema Gossett, PLLC	Litigation and Employment Legal Services	400 Renaissance Center, Detroit, MI, 48243
Epstein Becker & Green, P.C.	Litigation and Employment Legal Services	250 Park Ave, New York, NY, 10177
Eversheds Sutherland LLP	General Legal Services	999 Peachtree St NW #2300, Atlanta, GA 30309
Frazier & Deeter LLC	Internal Audit Support	1230 Peachtree St Ne, Ste 1500, Atlanta, GA, 30309
Frost Brown Todd	General Legal Services	400 West Market Street, 32Nd Floor, Louisville, KY, 40202
Gaudry, Ranson, Higgins & Gremillion	Litigation Services	2223 Quail Run Drive, Suite C-2, Baton Rouge, LA 70808
Gayle Law Firm	Litigation and Real Estate Legal Services	713 Kirby Street Lake Charles, LA 70602
Greenberg Traurig	General Legal Services	3333 Piedmont Rd, Suite 2500, Atlanta, GA, 30305
Hancock Askew & Company., LLP	401-k Plan Consulting	275 Scientific Dr Nw, Norcross, GA 30092
Hand Arendall	General Legal and Litigation Services	PO Box 123, Mobile, AL, 36601
Hand Baldachin & Amburgey LLP	Litigation and General Legal Services	8 West 40Th Street, 12Th Floor, New York, NY, 10018
Harvey Kruse, P.C.	Litigation Services	1050 Wilshire Dr., Suite 320, Troy, MI 48084
Hirschfeld Kraemer LLP	Litigation and Employment Legal Services	505 Montgomery Street 13Th Floor, San Francisco, CA, 94111
Holland & Knight LLP	General Legal and Litigation Services	50 North Laura Street, Suite 3900, Jacksonville, FL 32202
John Frawley	Real Estate Consulting	2521 Bear Den Road, Frederick, MD, 21701
Katten Muchin Rosenman LLP	IP Legal Services	525 W Monroe St, Ste 1900, Chicago, IL, 60661
King & Ballow	Labor Counsel	315 Union St., Suite 1100, Nashville, TN, 37201
Kirkland & Ellis LLP	General Legal Services	601 Lexington Ave, New York, NY 10022
Kolesar & Leatham	General Legal Services	400 South Rampart, Ste 400, Las Vegas, NV, 89145-5725
Lane Powell	Litigation Services	PO Box 91302, Seattle, WA, 98111-9402

Ordinary Course Professional	Services Performed by Professional	Address
Law Offices of Leo James Terrell	Litigation Services	11870 Santa Monica Blvd. Ste. 106-673 Los Angeles, CA 90025
Lee & Lin IP	IP Legal Services	347 Fifth Ave. Suite 1402 New York, NY 10016
Lerman Senter PLLC	General Legal Services	2001 L Street Nw Ste 400, Washington, DC, 20036
Lewis Brisbois Bisgaard & Smith	Litigation Services	633 West Fifth Street Suite 4000. Los Angeles, CA 90071
Little, Medeiros, Kinder, Bulman & Whitney, P.C.	Litigation Services	72 Pine Street, Providence, RI 02903
Littler Mendelson	Litigation and Employment Legal Services	PO Box 45547, San Francisco, CA, 94145-0547
Mancheski & Bunker	Litigation and Employment Legal Services	1600 J.F.K. Blvd, Suite 500, Philadelphia, PA 19103
Mayer Brown LLP	IP Legal Services	1221 Avenue of the Americas, New York, New York 10020-1001
Maynard, Cooper & Gale, P.C.	Litigation and Employment Legal Services	1901 6Th Ave N, Suite 2400, Birmingham, AL, 35203- 2618
McKenna Long	Litigation Services	303 Peachtree St NW, Atlanta, GA 30308
Meaders & Lanagan	Litigation and Employment Legal Services	2001 Bryan Street Suite 3625 Dallas, TX 75201
Meridian Compensation Partners, LLC	Compensation Consulting	25676 Network Place, Chicago, IL, 60673-1256
Meyer, Suozzi, English & Klein, P.C.	Labor Counsel	1350 Broadway, Suite 501, Po Box 822, New York, NY, 10018-0026
Miller Shakman & Beem LLP	Litigation Services	180 N LaSalle Dr Ste 3600, Chicago, IL 60601
Mintz, Levin, Cohn, Ferris, Glovsky & Popeo, P.C	Litigation Services	2029 Century Park East, Suite 1370, Los Angeles, CA 90067
MoloLamken LLP	Litigation and General Legal Services	430 Park Ave, Floor 6, New York, NY, 10022
Nixon Peabody LLP	Litigation Services	One Citizens Plaza, Providence, RI 02903
Noble Financial	Asset Valuation for Annual Audit	225 Ne Mizner Blvd, Ste 150, Boca Raton, FL, 33432

Ordinary Course Professional	Services Performed by Professional	Address
Nyemaster Goode, P.C.	Litigation Services	700 Walnut, Suite 1600 Des Moines, IA 50309-3899
Ogletree, Deakins, Nash, Smoak & Stewart, P.C.	Litigation and Employment Legal Services	Steuart Tower, One Market Plaza, Suite 1300, San Francisco, CA 94105
Palmieri Tyler	General Legal Services	1900 Main St, Ste 700, Irvine, CA, 92614-7328
Phelps Dunbar	Litigation and Employment Legal Services	400 Convention Street, Suite 1100 Baton Rouge, LA, 70802
Proskauer Rose LLP	General Legal Services	Eleven Times Square, New York, NY, 10036-8299
Quinn Emanuel Urquhart & Sullivan	Litigation Services	865 South Figueroa Street, 10Th Floor, Los Angeles, CA, 90017
ReedSmith	General Legal Services	599 Lexington Ave, New York, NY, 10022-7650
Rose Law Firm	Litigation Services	120 East 4th Street, Little Rock, AR 72201-2893
Schoeman Updike Kaufman & Gerber LLP	IP Legal Services	551 Fifth Ave, 12Th Fl, New York, NY, 10176
Shackelford Melton & McKinley	General Legal Services	3333 Lee Parkway, Tenth Floor Dallas, TX 75219
Sidley Austin	General Legal Services	PO Box 0642, Chicago, IL, 60690
Towers Watson Delaware Inc.	Benefits Consulting	1500 Market Street, Centre Square East, Philadelphia, PA, 19102
Turner, Padget, Graham, & Laney	General Legal Services	P.O. Box 1473, Columbia, SC, 29202
Urban Thier & Federer, P.A.	Litigation Services	200 S. Orange Ave, Ste 2000, Orlando, FL, 32801
Wargo & French LLP	Litigation Services	999 Peachtree St Ne, 26Th Floor, Atlanta, GA, 30309
Weil, Gotshal & Manges LLP	Litigation Services	767 Fifth Avenue, New York, NY 10153
Wiley Rein	General Legal and Regulatory (FCC) Services	1776 K Street Nw, Washington, DC, 20006
Womble Carlyle Sandridge & Rice, LLP	General Legal Services	One West Fouth Street, Winston-Salem, NC, 27101
Xact Data Discovery	General Legal Services	1175 Peachtree St Ne, 740, Atlanta, GA 30361

Exhibit 2

Ordinary Course Professional Declaration

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : **Chapter 11**
:
CUMULUS MEDIA INC., et al., : **Case No. 17-13381 (SCC)**
:
Debtors.¹ : **(Jointly Administered)**
:
-----X

DECLARATION AND DISCLOSURE STATEMENT OF _____

ON BEHALF OF _____

STATE OF _____)
) s.s.:
COUNTY OF _____)

_____, declares under penalty of perjury and
says:

1. I am a _____ of _____,
located at _____ (the "Firm").

2. One or more of Cumulus Media Inc. and its affiliated debtors and debtors
in possession in the above-captioned cases (each a "Debtor" and collectively, the "Debtors") has
requested that the Firm provide _____ services to one or
more of the Debtors, and the Firm has consented to provide those services (the "Services").

3. The Services include, without limitation, the following:

¹ The last four digits of Cumulus Media Inc.'s tax identification number are 9663. Because of the large number of Debtors in these chapter 11 cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <http://dm.epiq11.com/cumulus>. The location of the Debtors' service address is: 3280 Peachtree Road, N.W., Suite 2200, Atlanta, Georgia 30305.

4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these Chapter 11 Cases, for persons that are parties in interest in the Debtors' Chapter 11 Cases, including non-Debtor affiliates. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these Chapter 11 Cases. Except to the extent the Firm provides services to a non-Debtor entity, the Firm does not perform services for any such person in connection with these Chapter 11 Cases. In addition, the Firm does not have any relationship with any such person, such person's attorneys, or such person's accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

5. Except as set forth herein, neither I nor any partner or associate of the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matters on which the Firm is to be employed.

6. Neither I nor any partner or associate of the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any person other than partners and associates of the Firm.

7. As of the Petition Date, the Debtors owe the Firm \$_____ for prepetition services.

8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matter described herein, the Firm will supplement the information contained in this Declaration.

9. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Declaration was executed on _____, 2017.

Name:
Title:
Professional:
Address:

Telephone:
Facsimile:

SWORN TO AND SUBSCRIBED before
me this ____ day of _____, 2017

Notary Public

Exhibit 3

Retention Questionnaire

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : **Chapter 11**
:
CUMULUS MEDIA INC., et al., : **Case No. 17-13381 (SCC)**
:
Debtors.¹ : **(Jointly Administered)**
:
-----X

RETENTION QUESTIONNAIRE

To be completed by professionals seeking employment as “Ordinary Course Professionals” of Cumulus Media Inc. and its affiliated debtors and debtors in possession in the above-captioned cases (each a “Debtor” and collectively, the “Debtors”).

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE DEBTORS TO:

Paul, Weiss, Rifkind, Wharton & Garrison LLP
1285 Avenue of the Americas
New York, New York 10019
Attn: Claudia R. Tobler and Mark W. Nixdorf

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Date of retention: _____

2. Brief description of the type of services to be provided:

¹ The last four digits of Cumulus Media Inc.’s tax identification number are 9663. Because of the large number of Debtors in these chapter 11 cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <http://dm.epiq11.com/cumulus>. The location of the Debtors’ service address is: 3280 Peachtree Road, N.W., Suite 2200, Atlanta, Georgia 30305.

3. Arrangements for compensation (hourly, contingent, etc.)

(a) Average hourly rates (if applicable): _____

(b) Estimated average monthly compensation based on prepetition retention (if
firm was employed prepetition): _____

4. Prepetition claims against any of the Debtors held by the firm:

Amount of claim: \$ _____

Date claim arose: _____

Source of claim: _____

5. Prepetition claims against any of the Debtors held individually by any member,
associate, or professional employee of the firm:

Name: _____

Status: _____

Amount of claim: \$ _____

Date claim arose: _____

Nature of claim: _____

6. Disclose the nature and provide a brief description of any interest adverse to the
Debtors or to their estates for the matters on which the firm is to be employed.

7. Disclose whether the firm provides services to any non-Debtor affiliate, the name of the entity that retained the firm, the entity the firm receives compensation from, and the nature of the services provided.

8. Name of individual completing this form.

Dated: _____, 2017